

Richard M. Cieri  
Ray C. Schrock  
Stephen E. Hessler  
KIRKLAND & ELLIS LLP  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900

*Counsel for Ally Financial Inc. and Ally Bank*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

In re: ) Chapter 11  
RESIDENTIAL CAPITAL, LLC, et al., ) Case No. 12-12020 (MG)  
Debtors. ) Jointly Administered  
)

---

**NOTICE OF FILING**

---

PLEASE TAKE NOTICE that Ally Bank hereby files the *120-Day Notice of Termination of Servicing Agreement with Respect to Certain Mortgage Loans and Transfer of Servicing in Relation to Such Mortgage Loans*, dated December 19, 2012, attached hereto as **Exhibit A**.

Dated: December 19, 2012  
New York, New York

*/s/ Ray C. Schrock*

---

Richard M. Cieri  
Ray C. Schrock  
Stephen E. Hessler  
KIRKLAND & ELLIS LLP  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900

*Counsel for Ally Financial Inc. and Ally Bank*

**Exhibit A**

**Notice of Termination**



December 19, 2012

GMAC Mortgage, LLC  
1100 Virginia Drive  
Fort Washington, PA 19034  
Attention: Chief Servicing Officer

GMAC Mortgage, LLC  
3451 Hammond Ave.  
Waterloo, IA 50702-5345  
Attention: General Manager

GMAC Mortgage, LLC  
1100 Virginia Drive  
Fort Washington, PA 19034  
Attention: General Counsel

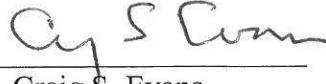
Re: 120-Day Notice of Termination of Servicing Agreement with Respect to Certain  
Mortgage Loans and Transfer of Servicing in Relation to Such Mortgage Loans

Ladies and Gentlemen:

Ally Bank hereby notifies GMAC Mortgage, LLC ("GMACM") that, pursuant to Section 11.01(b) of that certain Amended and Restated Servicing Agreement, dated as of May 11, 2012, between Ally Bank, as owner, and GMACM, as servicer, and as permitted by paragraph 10 of the *Stipulation and Order Reserving Rights with Respect to Debtors' Motion for Interim and Final Orders under Bankruptcy Code Sections 105(a) and 363 Authorizing the Debtors to Continue to Perform under the Ally Bank Servicing Agreement In the Ordinary Course of Business* entered on September 12, 2012 by the United States Bankruptcy Court for the Southern District of New York [Docket No. 1420], Ally Bank is terminating GMAC Mortgage, LLC as servicer with respect to approximately 535 Mortgage Loans for which the related properties are located in special flood hazard areas, as set forth on Exhibit A hereto, effective April 18, 2013, or such later date as may be mutually agreeable to the parties.

Sincerely,

Ally Bank

By:   
Craig S. Evans  
Senior Vice President

**EXHIBIT A**

**MORTGAGE LOANS  
FOR WHICH ALLY BANK IS TERMINATING  
GMAC MORTGAGE, LLC AS SERVICER**